

**IN THE UNITED STATES BANKRUPTCY COURT
IN AND FOR THE DISTRICT OF DELAWARE**

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IN RE	:	
	:	Chapter 11
OWENS CORNING, <i>et al.</i> ,	:	
	:	Case Nos. 00-3837 to 3854 (JKF)
	:	(Jointly Administered)
Debtors.	:	
-----	X	
CREDIT SUISSE FIRST BOSTON,	:	
AS AGENT,	:	
Appellant,	:	
	:	
-against-	:	
	:	
OWENS CORNING, and its affiliated	:	
Debtors and debtors in possession,	:	
	:	
Appellees.	:	
-----	X	

**CREDIT SUISSE FIRST BOSTON’S (“CSFB”) STATEMENT OF ISSUES
TO BE PRESENTED AND DESIGNATION OF ITEMS TO BE INCLUDED
IN THE RECORD ON APPEAL, PURSUANT TO FEDERAL
RULE OF BANKRUPTCY PROCEDURE 8006**

On March 22, 2005, Credit Suisse First Boston (“CSFB”), as Agent for the pre-petition bank lenders to Owens Corning and certain of its subsidiaries, filed a Notice of Appeal [D.I. No. 14725] in the above-captioned case, from the final order (the “Order”) [D.I. No. 14715], dated and entered March 21, 2005, issued by United States Bankruptcy Judge Judith K. Fitzgerald, which Order denied the motion of CSFB for an order authorizing CSFB to commence an adversary proceeding on behalf of the estates of the above-captioned debtors and debtors in possession (the “Debtors”) against certain physicians known as B-readers who CSFB alleges falsely reported chest radiograph (x-ray) readings as positive for asbestos-related disease in personal injury claims brought against the Debtors pre-petition (the “Motion”). CSFB, by and through its undersigned counsel, hereby furnishes its statement of the issues to be presented on

appeal and designates the following items to be transmitted to the United States District Court for the District of Delaware pursuant to Federal Rule of Bankruptcy Procedure 8006.

STATEMENT OF ISSUES TO BE PRESENTED ON APPEAL

CSFB hereby identifies the following issues to be presented by it on its appeal of the Order:

1. Did the Bankruptcy Court err as a matter of law when, notwithstanding CSFB's offer to bear the costs of prosecuting the adversary proceeding and notwithstanding the existence of colorable claims, the Court denied the Motion for the sole reason that CSFB had not provided an indemnity, or equivalent security, against counterclaims asserted against the Debtors' estates (the merits of which the Bankruptcy Court expressly declined to assess)?
2. Did the Bankruptcy Court abuse its discretion when it based its Order denying the Motion solely on a factor – the potential for unspecified counterclaims – that has never been relied upon or considered as germane by the United States Court of Appeals for the Third Circuit (or any other court) when determining whether to grant derivative standing?
3. Did the Bankruptcy Court err in denying the Motion?

DESIGNATION OF ITEMS TO BE INCLUDED IN THE RECORD ON APPEAL


CSFB designates the following items as necessary for the determination of the instant appeal:

Item No.	Date	Docket No.	Docket Item
1	1/12/05	14180	Motion of Credit Suisse First Boston, as Agent, for Order Authorizing it to Commence an Adversary Proceeding on Behalf of the Debtors' Estates Against Certain Physicians Who Falsely Reported X-Ray Readings as Positive for Asbestos-Related Impairment, filed by Credit Suisse First Boston as Agent for the Bank Group
2	1/12/05	14181	Motion of Credit Suisse First Boston, as Agent, Pursuant to 28 U.S.C. § 157(d), for Order Withdrawing Reference with Respect to Motion for Order Authorizing CSFB to Commence an Adversary Proceeding on Behalf of the Debtors' Estates Against Certain Physicians Who Falsely Reported X-Ray Readings as Positive for Asbestos-Related Impairment, filed by Credit Suisse First Boston as Agent for the Bank Group
3	1/12/05	14183	Memorandum of Law in Support of Motion of Credit Suisse First Boston, as Agent, Pursuant to 28 U.S.C. § 157(d), for Order Withdrawing Reference with Respect to Motion for Order Authorizing CSFB to Commence an Adversary Proceeding on Behalf of the Debtors' Estates Against Certain Physicians Who Falsely Reported X-Ray Readings as Positive for Asbestos-Related Impairment, filed by Credit Suisse First Boston as Agent for the Bank Group
4	1/12/05	14184	Motion of Credit Suisse First Boston, as Agent, for Determination of Core or Non-Core Status Pursuant to Local Rule 5011-1, filed by Credit Suisse First Boston as Agent for the Bank Group
5	2/1/05	14367	Supplemental Notice of Filing of Debtors' Response to CSFB's Motion for Withdrawal of Reference, filed by Owens Corning
6	2/10/05	14466-14467	Debtors' Response and Conditional Opposition to the Motion of CSFB, as Agent, to Commence an Adversary Proceeding on Behalf of the Debtors' Estates Against Certain Physicians, filed by Owens Corning
7	2/11/05	14472	Debtors' Response to CSFB's Motion for Determination of Core or Non-Core Status, filed by Owens Corning

Item No.	Date	Docket No.	Docket Item
8	2/18/05	14515	Motion for Leave to File Reply Memorandum, filed by Credit Suisse First Boston as Agent for the Bank Group
9	3/8/05	14629	Order Authorizing Motion for Leave to File Reply Memorandum
10	3/9/05	14635	Transcript of Hearing Held 2/28/2005 before Honorable Judith K. Fitzgerald United States Bankruptcy Court Judge
11	3/10/05	14649	Reply Memorandum in Further Support of CSFB's Motion to Commence an Adversary Proceeding Against Certain Physicians on Behalf of the Debtors' Estates, filed by Credit Suisse First Boston as Agent for the Bank Group
12	3/11/05	14656	Certification of Debtors' Counsel Regarding Order Granting Credit Suisse First Boston's Motion for Authority to Commence Adversary Proceeding, on Certain Conditions, filed by Owens Corning
13	3/14/05	14678	Certification of Counsel for Credit Suisse First Boston ("CSFB"), as Agent, Regarding a Proposed Order Denying CSFB's Motion for an Order Authorizing it to Commence an Adversary Proceeding on Behalf of the Debtors' Estates Against Certain Physicians Who Falsely Reported X-Ray Readings as Positive for Asbestos-Related Impairment, filed by Credit Suisse First Boston as Agent for the Bank Group
14	3/15/05	14692	Order Denying CSFB's Motion for Withdrawal of the Reference
15	3/21/05	14715	Order Denying Motion to Authorize CSFB to Commence an Adversary Proceeding on Behalf of the Estates of the Debtors Against Certain Physicians
16	3/22/05	14725	Notice of Appeal from Order Dated March 21, 2005 of the Honorable Judith K. Fitzgerald

Dated: March 22, 2004

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